

**MINUTES OF THE REGULAR MEETING OF THE
PROVIDENCE PUBLIC BUILDINGS AUTHORITY HELD ON DECEMBER
18, 2008 AT 400 WESTMINSTER STREET, PROVIDENCE, RHODE
ISLAND**

The regular meeting of the Providence Public Buildings Authority (hereinafter "PPBA") was held on December 18, 2008.

MEMBERS PRESENT: Lloyd Granoff, Dianne Witman, Thomas Deller and Richard Kerbel

OTHERS PRESENT: Marcia Brown of the Department of Planning and Development and Mal A. Salvadore, Esq., General Counsel

Chairman Granoff called the meeting to order at 11:52 a.m. and the Board gave its initial consideration to agenda item 6; namely, The "Approval and/or ratification of AMBAC Guaranteed Investment Contract ("GIC") related to the 1999 Series A issue and approval of assignment of the aforesaid GIC to Transamerica Life Insurance Co., of Cedar Rapids, Iowa" (hereinafter, "Transamerica"). The Board then entertained a motion of Mr. Deller duly seconded by Mr. Kerbel to ratify the actions of Chairman Granoff in authorizing an extension of time for bond counsel to negotiate appropriate terms and conditions for the PPBA to terminate its GIC with AMBAC and assign the same to Transamerica. Upon motion of Thomas Deller duly seconded by Richard Kerbel, it was unanimously

VOTED: To ratify and approve the actions of Chairman Granoff in authorizing the afore-described extension.

The Board then proceeded to consider the proposed terms and conditions negotiated by its bond counsel for the termination of the GIC presently in force with AMBAC and the assignment of the same to Transamerica. Mr. Deller then distributed to all of the members present the documents necessary to effectuate such termination and assignment. After their review of the same and upon motion of Thomas Deller duly seconded by Richard Kerbel, it was unanimously

VOTED: To terminate the GIC entered into as of July 22, 1999 with AMBAC, to approve of the assignment and transfer to Transamerica of any and all funds held by AMBAC, and to enter into a new funding agreement with Transamerica dated as of December 17, 2008, and

FURTHER VOTED: To authorize Chairman Granoff to take any and all actions, including the execution of any and all instruments that he deems necessary in his sole discretion, to effectuate the termination of the GIC with AMBAC and the assignment to Transamerica of the GIC related to the Authority's 1999 Series A Revenue Bonds.

The Board then proceeded to consider items 2 and 3 of its agenda, the review of the minutes of its meeting held on November 18, 2008.

The Chairman inquired of the other members present if they had any questions or comments concerning the draft of these minutes. There being none and upon motion of Dianne Witman duly seconded by Richard Kerbel, it was unanimously

VOTED: To approve of the minutes of the Board's meeting held on November 18, 2008 and adopt the same as the official minutes of the meeting of the PPBA held on such date and the Secretary of the PPBA is hereby directed to execute an original of such minutes and file the same with the books and records of the PPBA.

The Board then proceeded to item 4 of its agenda. Mr. Salvatore summarized for the Board a communication received from Pamela Marchand, General Manager of the Providence Water Supply Board, concerning the terms of the tentative settlement of litigation with the Town of Scituate, Rhode island concerning real estate taxes imposed by the Town of Scituate on real and personal property of the City and the Authority. Mr. Salvatore further noted for the Board that such agreement still required formal approval by the City Council of the City of Providence, Rhode Island and the Rhode Island Public Utilities Commission. After certain discussion among the members present and upon motion of Richard Kerbel duly seconded by Thomas Deller, it was unanimously

VOTED: To accept the aforesaid communication and to authorize Chairman Granoff to execute the agreement presented by Ms.

Marchand as General Manager of Providence Water to settle the pending litigation with the Town of Scituate concerning the disputed property tax assessments.

Mr. Deller then summarized the bills to be considered for payment at this time. Chairman Granoff asked the members present if there were any questions or comments concerning the bills presented. After certain discussion amongst the members present and upon motion of Richard Kerbel duly seconded by Dianne Witman, it was unanimously

VOTED: To pay the bills as summarized.

There being no further business to come before the Board and upon motion of Richard Kerbel duly seconded by Dianne Witman, it was unanimously

VOTED: To adjourn.

The meeting was adjourned at approximately 12:20 P. M.

Respectfully submitted,

Stanley Weiss, Secretary